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Return of Private Foundation
 or Section 4947(a)(1) Trust Treated as Private Foundation
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 Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year **2016** or tax year beginning **2016**, and ending **20**

Name of foundation ALEXANDER SOROS FOUNDATION		A Employer identification number 45-3133937												
Number and street (or P O box number if mail is not delivered to street address) C/O SFM LLC, 250 W 55TH ST, 27FL		B Telephone number (see instructions) (212) 320-5594												
Room/suite														
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10019														
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/></td><td>Initial return</td></tr> <tr><td><input type="checkbox"/></td><td>Final return</td></tr> <tr><td><input type="checkbox"/></td><td>Address change</td></tr> </table> <table style="display: inline-table; vertical-align: top; margin-left: 20px;"> <tr><td><input type="checkbox"/></td><td>Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/></td><td>Amended return</td></tr> <tr><td><input type="checkbox"/></td><td>Name change</td></tr> </table>		<input type="checkbox"/>	Initial return	<input type="checkbox"/>	Final return	<input type="checkbox"/>	Address change	<input type="checkbox"/>	Initial return of a former public charity	<input type="checkbox"/>	Amended return	<input type="checkbox"/>	Name change	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/>	Initial return													
<input type="checkbox"/>	Final return													
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H Check type of organization: <table style="display: inline-table; vertical-align: top;"> <tr><td><input checked="" type="checkbox"/></td><td>Section 501(c)(3) exempt private foundation</td></tr> <tr><td><input type="checkbox"/></td><td>Section 4947(a)(1) nonexempt charitable trust</td></tr> <tr><td><input type="checkbox"/></td><td>Other taxable private foundation</td></tr> </table>		<input checked="" type="checkbox"/>	Section 501(c)(3) exempt private foundation	<input type="checkbox"/>	Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/>	Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
<input checked="" type="checkbox"/>	Section 501(c)(3) exempt private foundation													
<input type="checkbox"/>	Section 4947(a)(1) nonexempt charitable trust													
<input type="checkbox"/>	Other taxable private foundation													
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,553,844.		J Accounting method: <table style="display: inline-table; vertical-align: top;"> <tr><td><input checked="" type="checkbox"/></td><td>Cash</td></tr> <tr><td><input type="checkbox"/></td><td>Accrual</td></tr> <tr><td><input type="checkbox"/></td><td>Other (specify)</td></tr> </table> (Part I, column (d) must be on cash basis)	<input checked="" type="checkbox"/>	Cash	<input type="checkbox"/>	Accrual	<input type="checkbox"/>	Other (specify)						
<input checked="" type="checkbox"/>	Cash													
<input type="checkbox"/>	Accrual													
<input type="checkbox"/>	Other (specify)													

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Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities		1,390,000.		ATCH 1
5a Gross rents				
b Net rental income or (loss)	-114,774.			
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	2,690,000.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	-114,774.	1,390,000.		
13 Compensation of officers, directors, trustees, etc.		0.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) [2]	61,000.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	1,000.			1,000.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH .3.	16,500.			16,500.
24 Total operating and administrative expenses. Add lines 13 through 23.	78,500.			17,500.
25 Contributions, gifts, grants paid	2,740,829.			2,740,829.
26 Total expenses and disbursements. Add lines 24 and 25.	2,819,329.			2,758,329.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-2,934,103.			
b Net investment income (if negative, enter -0-)		1,390,000.		
c Adjusted net income (if negative, enter -0-)				

926 11

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	14,185.	184,857.	184,857.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 500,000.			
		Less allowance for doubtful accounts ▶	800,000.	500,000.	500,000.
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable.			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use.			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH. 4	3,537,676.	868,987.	868,987.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,351,861.	1,553,844.	1,553,844.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons.			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,351,861.	1,553,844.	
30	Total net assets or fund balances (see instructions)	4,351,861.	1,553,844.		
31	Total liabilities and net assets/fund balances (see instructions)	4,351,861.	1,553,844.		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 4,351,861.
2	Enter amount from Part I, line 27a	2 -2,934,103.
3	Other increases not included in line 2 (itemize) ▶ ATCH 5	3 136,086.
4	Add lines 1, 2, and 3	4 1,553,844.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 1,553,844.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1 a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-1,704,437.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,161,056.	3,873,087.	0.299775
2014	880,440.	1,461,565.	0.602395
2013	482,209.	818,655.	0.589026
2012	782,110.	98,598.	7.932311
2011			
2	Total of line 1, column (d)		2 9.423507
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.		3 1.884701
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4 2,685,736.
5	Multiply line 4 by line 3.		5 5,061,809.
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 13,900.
7	Add lines 5 and 6.		7 5,075,709.
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions		8 2,758,329.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948- see instructions)

Table with 11 rows and 2 columns. Rows include: 1a Exempt operating foundations, b Domestic foundations, c All other domestic foundations, 2 Tax under section 511, 3 Add lines 1 and 2, 4 Subtitle A (income) tax, 5 Tax based on investment income, 6 Credits/Payments (6a-6d), 7 Total credits and payments, 8 Enter any penalty, 9 Tax due, 10 Overpayment, 11 Enter the amount of line 10 to be Credited to 2017 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an unlabeled column). Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 1b Did it spend more than \$100 during the year... 1c Did the foundation file Form 1120-POL... 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?... 3 Has the foundation made any changes, not previously reported to the IRS... 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?... 4b If "Yes," has it filed a tax return on Form 990-T for this year?... 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?... 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either... 7 Did the foundation have at least \$5,000 in assets at any time during the year?... 8a Enter the states to which the foundation reports or with which it is registered... 8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... 9 Is the foundation claiming status as a private operating foundation... 10 Did any persons become substantial contributors during the tax year?

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 Yes No X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of CHRISTOPHER NAUNTON Telephone no 212-320-5520 Located at 250 W 55TH ST, 27FL NEW YORK, NY ZIP+4 10019
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15 and enter the amount of tax-exempt interest received or accrued during the year
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? Yes No X If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) ATCH 5

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 7		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000.

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0.

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	231,368.
c	Fair market value of all other assets (see instructions).	1c	2,495,268.
d	Total (add lines 1a, b, and c)	1d	2,726,636.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,726,636.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	40,900.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,685,736.
6	Minimum investment return. Enter 5% of line 5	6	134,287.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	134,287.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	27,800.
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	27,800.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	106,487.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	106,487.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	106,487.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	2,758,329.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XII, line 4	4	2,758,329.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,758,329.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				106,487.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20_14_, 20_13_, 20_12_				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				777,180.
c From 2013				441,276.
d From 2014				807,362.
e From 2015				993,402.
f Total of lines 3a through e	3,019,220.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 2,758,329.				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount.				106,487.
e Remaining amount distributed out of corpus.	2,651,842.			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,671,062.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	5,671,062.			
10 Analysis of line 9				
a Excess from 2012				777,180.
b Excess from 2013				441,276.
c Excess from 2014				807,362.
d Excess from 2015				993,402.
e Excess from 2016				2,651,842.

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2016, (b) 2015, (c) 2014, (d) 2013, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Alternative tests: Assets, Endowment, Support).

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

ALEXANDER SOROS, 250 WEST 55TH STREET, 27TH FLOOR, NEW YORK, NY 10019

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> ATCH 8				
Total ▶ 3a				2,740,829.
b <i>Approved for future payment</i> ATCH 9				
Total ▶ 3b				1,710,157.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash... (2) Other assets... b Other transactions (1) Sales of assets to a noncharitable exempt organization... (2) Purchases of assets from a noncharitable exempt organization... (3) Rental of facilities, equipment, or other assets... (4) Reimbursement arrangements... (5) Loans or loan guarantees... (6) Performance of services or membership or fundraising solicitations... c Sharing of facilities, equipment, mailing lists, other assets, or paid employees... d If the answer to any of the above is "Yes," complete the following schedule...

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains N/A.

- 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... 2b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here: Signature of officer or trustee, Date 7/3/2017, Title TRUSTEE. May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [] No

Paid Preparer Use Only: Print/Type preparer's name MARK C MOORES, Preparer's signature, Date 6/15/2017, Check self-employed if, PTIN P00844084, Firm's name SFM LLC-TAX, Firm's address 250 WEST 55TH STREET, 27TH FLOOR NEW YORK, NY 10019, Firm's EIN, Phone no.

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
800,000.		QUANTUM ENDOWMENT FUND NV 8.466 SHARES 1,848,229.					05/01/2015 -1048229.	10/31/2016
500,000.		QUANTUM ENDOWMENT FUND NV 5.105 SHARES 1,156,208.					05/01/2015 -656,208.	12/31/2016
TOTAL GAIN (LOSS)							<u>-1704437.</u>	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
QUANTUM ENDOWMENT FUND, N.V.		1,390,000.
TOTAL		<u>1,390,000.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL TAX EXPENSE	61,000.
TOTALS	<u>61,000.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
GRANT ADMINISTRATION FEES	16,500.
TOTALS	<u>16,500.</u>
	<u>16,500.</u>

CHARITABLE
PURPOSES

16,500.

16,500.

ATTACHMENT 4

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
QUANTUM ENDOWMENT FUND, N.V.	3,537,676.	868,987.	868,987.
TOTALS	<u>3,537,676.</u>	<u>868,987.</u>	<u>868,987.</u>

ATTACHMENT 5

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN	136,086.
TOTAL	<u>136,086.</u>

ATTACHMENT 6FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: DANMISSION
GRANTEE'S ADDRESS: STRANDAGERVEJ 24
CITY, STATE & ZIP: HELLERUP 2900
FOREIGN COUNTRY: DENMARK
GRANT DATE: 07/17/2016
GRANT AMOUNT: 80,079.
GRANT PURPOSE: TO SUPPORT ENVIRONMENTAL DEFENSE WORK IN CAMBODIA
AMOUNT EXPENDED: 30,632.
ANY DIVERSION? NO
DATES OF REPORTS: 3/31/2017
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: LIBRARIES WITHOUT BORDERS
GRANTEE'S ADDRESS: 15201 SPRINGFIELD ROAD
CITY, STATE & ZIP: DARNESTOWN, MD 20874
GRANT DATE: 11/07/2016
GRANT AMOUNT: 500,000.
GRANT PURPOSE: TO SUPPORT THE INSTALLATION OF IDEAS BOXES IN JORDAN
AMOUNT EXPENDED: 168,819.
ANY DIVERSION? NO
DATES OF REPORTS: 5/15/2017
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: KA PAA KWA GEH DEVELOPMENT ASSOCIATION
GRANTEE'S ADDRESS: SUAKOKO CITY
CITY, STATE & ZIP: BONG COUNTY
FOREIGN COUNTRY: LIBERIA
GRANT DATE: 02/17/2016
GRANT AMOUNT: 40,000.
GRANT PURPOSE: TO PROMOTE INCLUSIVE DEVELOPMENT AND DEMOCRATIZATION
IN CENTRAL LIBERIA
AMOUNT EXPENDED: 40,000.
ANY DIVERSION? NO
DATES OF REPORTS: 5/16/2017
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: LIBRARIES WITHOUT BORDERS
GRANTEE'S ADDRESS: 15201 SPRINGFIELD ROAD
CITY, STATE & ZIP: DARNESTOWN, MD 20874
GRANT DATE: 11/09/2016
GRANT AMOUNT: 226,000.
GRANT PURPOSE: TO SUPPORT IDEAS BOX PROJECT
AMOUNT EXPENDED: 226,000.
ANY DIVERSION? NO
DATES OF REPORTS: 5/15/2017
VERIFICATION DATE:
RESULTS OF VERIFICATION:

CONT'D ON NEXT PAGE

ATTACHMENT 6 (CONT'D)FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: DANMISSION
GRANTEE'S ADDRESS: STRANDAGERVEJ 24
CITY, STATE & ZIP: HELLERUP 2900
FOREIGN COUNTRY: DENMARK
GRANT DATE: 07/14/2015
GRANT AMOUNT: 58,800.
GRANT PURPOSE: TO ENABLE THE EXPANSION OF THE "IT'S OUR FOREST TOO"
CAMPAIGN
AMOUNT EXPENDED: 58,800.
ANY DIVERSION? NO
DATES OF REPORTS: 6/13/2017
VERIFICATION DATE:
RESULTS OF VERIFICATION:

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
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COMPENSATION

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

ALEXANDER SOROS
C/O SFM LLC, 250 W 55TH ST, 27FL
NEW YORK, NY 10019

TRUSTEE

MICHAEL VACHON
C/O SFM LLC, 250 W 55TH ST, 27FL
NEW YORK, NY 10019

SECRETARY

GRAND TOTALS

0.	0.	0.
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FORM 990-BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEEDS OF AFRICA FOUNDATION 601 WEST 26TH STREET, SUITE 325-47 NEW YORK, NY 10001	NONE PC	GENERAL SUPPORT	350,000
RAINFOREST FOUNDATION, INC 180 VARICK STREET, SUITE 528 NEW YORK, NY 10014	NONE PC	GENERAL SUPPORT	84,750
CENTER FOR CIVILIANS IN CONFLICT 1850 M STREET NW SUITE 350 WASHINGTON, DC 20036	NONE PC	GENERAL SUPPORT	150,000
GLOBAL WITNESS LIMITED LLOYDS CHAMBERS, 1 PORTSOOKEN STREET LONDON E1 8BT UNITED KINGDOM	NONE PC	GENERAL SUPPORT	550,000
CENTER FOR A NEW AMERICA SECURITY 1152 15TH STREET NW, SUITE 950 WASHINGTON, DC 20005	NONE PC	GENERAL SUPPORT	250,000
NATIONAL DOMESTIC WORKERS ALLIANCE INC 395 HUDSON STREET, 4TH FL NEW YORK, NY 10014	NONE PC	GENERAL SUPPORT	200,000

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
DANMISSION STRANDAGERVEJ 24 HELLERUP 2900 DENMARK	NONE NC	TO ENABLE THE EXPANSION OF THE "IT'S OUR FOREST TOO" CAMPAIGN	80,079
LIBRARIES WITHOUT BORDERS 15201 SPRINGFIELD ROAD DARNESTOWN, MD 20874	NONE NC	GENERAL SUPPORT	726,000
KA PAA KWA GEH DEVELOPMENT ASSOCIATION SUAKOKO CITY BONG COUNTY LIBERIA	NONE NC	GENERAL SUPPORT	40,000
FORCERT GROUP P O BOX 772 KIMBE WEST NEW BRITAIN PROVINCE PAPUA NEW GUINEA	NONE I	GENERAL SUPPORT	25,000
PARDES INSTITUTE OF JEWISH STUDIES NORTH AMERICA 5 WEST 37TH STREET, SUITE 802 NEW YORK, NY 10018	NONE PC	GENERAL SUPPORT	260,000
PAUL PALOSUALREA PAVOL P O BOX 772 KIMBE WEST NEW BRITAIN PROVINCE PAPUA NEW GUINEA	NONE I	GENERAL SUPPORT	25,000
<u>TOTAL CONTRIBUTIONS PAID</u>			<u>2,740,829</u>

FORM 990EF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEEDS OF AFRICA FOUNDATION 601 WEST 26TH STREET, SUITE 325-47 NEW YORK, NY 10001	NONE PC	GENERAL SUPPORT	400,000
GLOBAL WITNESS LIMITED LLOYDS CHAMBERS, 1 PORTSOOKEN STREET LONDON E1 8BT UNITED KINGDOM	NONE PC	GENERAL SUPPORT	350,000
CENTER FOR CIVILIANS IN CONFLICT 1850 M STREET NW SUITE 350 WASHINGTON, DC 20036	NONE PC	GENERAL SUPPORT	300,000
LIBRARIES WITHOUT BORDERS 15201 SPRINGFIELD ROAD DARNESTOWN, MD 20874	NONE NC	GENERAL SUPPORT	500,000
DANMISSION STRANDAGERVEJ 24 HELLERUP 2900 DENMARK	NONE NC	TO ENABLE THE EXPANSION OF THE "IT'S OUR FOREST TOO" CAMPAIGN	160,157
TOTAL CONTRIBUTIONS APPROVED			<u>1,710,157</u>